

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

AUTHORS GUILD, DAVID BALDACCI, MARY BLY, MICHAEL CONNELLY, SYLVIA DAY, JONATHAN FRANZEN, JOHN GRISHAM, ELIN HILDERBRAND, CHRISTINA BAKER KLINE, MAYA SHANBHAG LANG, VICTOR LAVALLE, GEORGE R.R. MARTIN, JODI PICOULT, DOUGLAS PRESTON, ROXANA ROBINSON, GEORGE SAUNDERS, SCOTT TUROW, and RACHEL VAIL, individually and on behalf of others similarly situated,

Plaintiffs,

-against-

OPENAI INC., OPENAI LP, OPENAI LLC, OPENAI GP LLC, OPENAI OPCO LLC, OPENAI GLOBAL LLC, OAI CORPORATION LLC, OPENAI HOLDINGS LLC, OPENAI STARTUP FUND I LP, OPENAI STARTUP FUND GP I LLC, and OPENAI STARTUP FUND MANAGEMENT LLC,

Defendants.

No. 1:23-cv-08292-SHS

JONATHAN ALTER, KAI BIRD, TAYLOR BRANCH, RICH COHEN, EUGENE LINDEN, DANIEL OKRENT, JULIAN SANCTON, HAMPTON SIDES, STACY SCHIFF, JAMES SHAPIRO, JIA TOLENTINO, and SIMON WINCHESTER, on behalf of themselves and all others similarly situated,

Plaintiffs,

-against-

OPENAI, INC., OPENAI GP, LLC, OPENAI, LLC, OPENAI OPCO LLC, OPENAI GLOBAL LCC, OAI CORPORATION, LLC, OPENAI HOLDINGS, LLC, and MICROSOFT CORPORATION,

Defendants.

No. 1:23-cv-10211-SHS

**DEFENDANTS' RESPONSE TO PLAINTIFFS' MOTION TO APPOINT LIEFF  
CABRASER HEIMANN & BERNSTEIN, LLP, SUSMAN GODFREY L.L.P., AND  
COWAN DEBAETS ABRAHAMS & SHEPPARD LLP AS INTERIM CO-LEAD  
COUNSEL FOR THE FICTION AND NONFICTION AUTHORS' CLASSES**

Defendants OpenAI, Inc., OpenAI OPCO LLC, OpenAI GP LLC, OpenAI LLC, OpenAI Global LLC, OAI Corporation LLC, OpenAI Holdings LLC, OpenAI Startup Fund I LIP, OpenAI Startup Fund GPI LLC, OpenAI Startup Fund Management LLC (collectively, “OpenAI”) respectfully submit this response to Plaintiffs’ Motion to Appoint Lieff Cabraser Heimann & Bernstein, LLP, Susman Godfrey L.L.P., and Cowan DeBaets Abrahams & Sheppard LLP as Interim Co-Lead Counsel for the Fiction and Nonfiction Authors’ Classes. (*Authors Guild* (ECF No. 54); *Sancton* (ECF No. 29).)

OpenAI will oppose class certification, and reserves all arguments to challenge class certification, but takes no position at this time on Plaintiffs’ motion. OpenAI reserves the right, however, to seek relief from the Court if the structure proposed by Plaintiffs proves to be inefficient or otherwise improper as the actions progress. By not opposing Plaintiffs’ motion OpenAI does not adopt, agree, or concede the truth of any of Plaintiffs’ allegations.

Dated: San Francisco, California  
January 26, 2024

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